

Redacted Pursuant to Protective Order
at Request of Defendants

To: "Patrick Walker" <pjwalker@google.com>
From: "Anthony Zameczkowski" <anthonyz@google.com>
Cc:
Bcc:
Received Date: 2007-02-08 20:44:36 CST
Subject: Fwd: Bidding form

----- Forwarded message -----

From: Paul Molnar <PMolnar@fapl.co.uk>
Date: 8 févr. 2007 20:39
Subject: Re: Bidding form
To: anthonyz@google.com

Hi Anthony,

Apologies for missing your call. I've tried calling you back and have also left a message on your voicemail.

Submitting indicative answers does not commit you to bidding. It is merely an "indication" of your intention to submit a bid in advance of the deadline of Feb 16th.

If you would like to discuss the above or have any further questions then please do not hesitate to give me a call.

Kind Regards,

Paul

Paul Molnar
+44 (0)7967 091469

-----Original Message-----

From: Anthony Zameczkowski <anthonyz@google.com>
To: Paul Molnar <PMolnar@fapl.co.uk>
Sent: Thu Feb 08 20:19:49 2007
Subject: Re: Bidding form

Dear Paul,

I tried to call you.

We have our European Management Group meeting on Monday. This group will take the final decision regarding the bidding. If we provide you with the indicative answers tomorrow, are going to be committed to do the bidding or not?

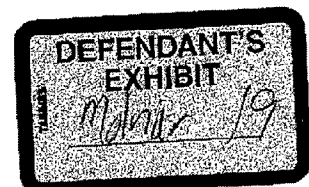
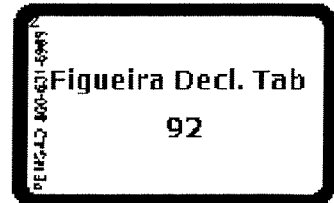
Thanks in advance for the clarification,

Kindest regards,

Anthony

2007/2/8, Anthony Zameczkowski <anthonyz@google.com>:

Dear Paul,



Can I call you?

92-0002

Kind regards,

Anthony

2007/2/8, Paul Molnar <PMolnar@fapl.co.uk>:

Dear Anthony,

We would like to receive something from you during the course of tomorrow. Is this going to be possible?

Kind Regards,

Paul

Paul Molnar
+44 (0)7967 091469

-----Original Message-----

From: Anthony Zameczkowski <anthonyz@google.com <mailto:anthonyz@google.com <anthonyz@google.com>> >
To: Paul Molnar <PMolnar@fapl.co.uk>
Sent: Thu Feb 08 19:33:06 2007
Subject: Re: Bidding form

Dear Paul,
Is it mandatory to provide you with indicative answers by tomorrow?
Kind regards,
Anthony

2007/2/8, Paul Molnar <PMolnar@fapl.co.uk <mailto:PMolnar@fapl.co.uk <PMolnar@fapl.co.uk>> >:

Dear Anthony,

Please find attached a copy of the bidding form and the subsequent update.

Kind Regards,

Paul

From: Anthony Zameczkowski [
mailto:anthonyz@google.com <anthonyz@google.com>]
Sent: 08 February 2007 15:39
To: International
Cc: Patrick Walker
Subject: Bidding form

92-0003

Dear Paul and Phil,

I am working with Patrick Walker in the YouTube/
Google Video EMEA team.

According to the ITT you sent us on January 24th,
the bidding form was supposed to be supplied 7 days after the date of issue
of this ITT but we didn't receive it. Are you able to send us the bidding
form shortly?

Many thanks,
Kindest regards,

Anthony Zameczkowski
Strategic Partner Development Manager, Video EMEA

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The Football Association Premier League Limited.
Registered Office: 30 Gloucester Place, London W1=:
8PL No. 2719699 England

----- Message transféré -----
From: "International" <
International@premierleague.com>

To: "International" <
International@premierleague.com>
Date: Wed, 31 Jan 2007 14:39:18 -0000
Subject: International Bidding Form - Private and
Confidential

92-0004

PRIVATE AND CONFIDENTIAL - SUBJECT TO CONTRACT

On 24 January 2007, the Premier League issued you with a copy of the Mobile/Internet Clips ITT for the world excluding the United Kingdom and the Republic of Ireland. In the cover e-mail attaching that document, the Premier League stated that it would supply interested parties with a copy of the Bidding Form within seven (7) days of the date of that e-mail. Accordingly, the Premier League now has pleasure in attaching the Bidding Form on which you must submit your bid(s) for the Mobile Package and/or Internet Clips Package in accordance with the Mobile/Internet Clips ITT.

Set out below are the detailed instructions as to how and when you should complete and submit the Bidding Form in order to submit a bid for any of the Mobile Package and/or Internet Clips Package.

All capitalised words and expressions used (but not defined) in this e-mail have the same meanings as in the Mobile/Internet Clips ITT and/or the e-mail of 24 January 2007 referred to above.

1. Bidding Window and Deadline for Submission of
Bids

All bids for the Mobile Package and/or the Internet Clips Package must be sent to the Premier League (in accordance with the Mobile/Internet Clips ITT not earlier than 12.00 hours (i.e. midday) UK time on 15 February 2007 and not later than 12.00 hours (i.e. midday) UK time on 16 February 2007).

Please do not attempt to submit any bid for the Mobile Package and/or the Internet Clips Package before 12.00 hours (i.e. midday) UK time on 15 February 2007.

2. Bidding Form

Each Bidder must submit a single Bidding Form to the Premier League which contains:

- * each Individual Package Bid; and/or
- * each Combined Bid for both Packages

for each Broadcast Territory (in the case of Broadcast Territory Bids) in relation to which you are submitting a Bid, or for the entire Territory (in the case of a Global Bid).

Bidders are reminded that you cannot submit any Broadcast Territory Bid for any country or group of countries which is or are not listed in Part 2 of the Bidding Form. The Premier League will disregard any such Bid.

All Bidders must complete Part 1 of the Bidding

Form. If a Bidder (whether bidding in its own right or jointly with another Bidder) fails to provide an answer to any question set out in Part 1 of the Bidding Form (other than a question which is clearly stated on the Bidding Form to be optional) or fails to provide an answer to any such question which complies with the requirements of the Bidding Form and the Mobile/Internet Clips ITT, the Premier League reserves the right to treat any such bid as non-compliant and to disregard that bid.

92-0005

Each Bidder should then complete Part 2A of the Bidding Form if a Global Bid is being submitted and Part 2B of the Bidding Form if one or more Broadcast Territory Bid(s) is or are being submitted. In each case, Bidders should state the rights fee (exclusive of VAT or any other sales tax and net of withholding tax where applicable) in United States dollars which it is prepared to offer to the Premier League for the entire Term.

The Premier League wishes to reiterate that it cannot accept Individual Package Bids or Combined Bids that are conditional or qualified in any way. The Premier League would, therefore, emphasise that it shall, in determining to whom any Package should be awarded, disregard any Individual Package Bid or Combined Bid which is a Variable Bid or otherwise does not comply with the requirements set out in the Mobile/Internet Clips ITT.

Any Bid which is not made on the Bidding Form will automatically be treated as non-compliant and disregarded by the Premier League.

3. Means of Submission - Opening Round

In the opening round of bidding for the Packages, the Premier League requires that all Bidding Forms (once completed) are submitted to it either by e-mail to:

international@fapl.co.uk <
mailto:international@fapl.co.uk <international@fapl.co.uk> <
mailto:international@fapl.co.uk <international@fapl.co.uk>> >

(The cover e-mail attaching the Bidding Form should be headed "FAPL - Bid for Mobile/Internet Clips Rights - Private and Confidential" and should clearly identify the Bidder.)

or by courier to:
FA Premier League Limited
30 Gloucester Place
London W1U 8PL

(Marked for the attention of The Chief Executive)

With regard to e-mailed Bids, it is not necessary for the Bidding Form to be signed by representatives of the Bidder in order for a Bid to be taken into consideration by the Premier League in the opening round of the bidding process. However, if the Premier League is proposing to make an Opening Round Award of any Package(s) to any Bidder who submitted its Initial Bid by e-mail, then prior to doing so it will require that Bidder to submit a fully signed version of its Bidding Form to the Premier League (by fax or pdf, to be followed by a signed original by courier). For the avoidance of doubt, no Package(s) shall be awarded to any

Bidder in the opening round of bidding unless and until the Premier League is in receipt of a signed Bidding Form from the Bidder to whom it is proposing to make an award.

92-0006

Notwithstanding the fact that e-mailed Bids need not be signed in the opening round of the bidding process, Bidders are reminded that the remaining sections of the final page of the Bidding Form should still be completed.

If a Bidder is proposing to submit a Bidding Form by courier, it should ensure that six (6) hard copies of that Bidding Form are despatched to the Premier League (at the address above). At least two (2) of those hard copies should be original signed versions. The remaining four (4) copies of the Bidding Form may (at your election) be copies of one (1) of the two (2) original versions submitted.

4. Bidding Process Following Opening Round

If the Premier League decides not to make an Opening Round Award of any Package(s) in any Broadcast Territory, the sales process for the relevant Package(s) in that Broadcast Territory shall continue. The Premier League will notify Bidders in writing (by e-mail), as soon as reasonably practicable after making that decision, that the sales process for such Package(s) is progressing to a second round and will specify, at that time, the next stage of the sales process for such Package(s) together with the likely timetable for that next stage.

The Premier League wishes to reiterate that, if the sales process for a Package or Packages in respect of any Broadcast Territory continues beyond the opening round of bidding, the highest Individual Package Bid for that Package and/or the highest Combined Bid for both Packages in respect of that Broadcast Territory which was submitted by that Bidder in any previous round or stage of the sales process shall automatically carry forward to (and shall be capable of acceptance by the Premier League at) the next round or stage of the sales process unless that Bidder submits a higher Individual Package Bid for that Package and/or a higher Combined Bid for both Packages in respect of that Broadcast Territory in the next round or stage.

5. Indicative Answers

We are asking all prospective Bidders to provide us with indicative answers in advance of the formal bidding deadline. This will enable us to clarify any matters prior to the deadline, help ensure compliance and so lead to a more straightforward process. Accordingly, we require you to complete as far as possible your answers to every question on Part 1 of the attached Bidding Form. When providing such indicative answers, each prospective Bidder should indicate on Part 2 of the Bidding Form the Broadcast Territory(ies) for which it will be bidding but should not specify the proposed rights fee for any such Broadcast Territory.

If you are required to answer the question regarding financial security (i.e. because you are submitting a Global Bid), could you please indicate the entity that you propose to use as the contracting party where this entity sits in your corporate structure and how you intend to provide financial security for the payment obligations and other liabilities to the Premier League. If you propose to provide a parent company guarantee from a company that is not quoted on the London or New York (or an

equivalent) stock exchange, then please provide the necessary accounting and financial information to demonstrate that the proposed guarantor would be able to meet the likely level of payment obligations and other liabilities.

92-0007

In order to give us ample time to review and clarify these matters, we would ask that you email your responses to myself and Phil Lines at international@fapl.co.uk <<mailto:international@fapl.co.uk><international@fapl.co.uk>> <<mailto:international@fapl.co.uk> <international@fapl.co.uk>> (with a copy to the Premier League's legal adviser, Nick West, at nicholas.west@dlapiper.com <<mailto:nicholas.west@dlapiper.com><nicholas.west@dlapiper.com><<mailto:nicholas.west@dlapiper.com> <nicholas.west@dlapiper.com>> >) by 12.00 hours UK time (i.e. midday) on 9 February 2007.

6. Information Requests

The Premier League also wishes to clarify paragraph 6.1 of the Mobile/Internet Clips ITT. If you have a question relating to the Mobile/Internet Clips ITT and/or the Bidding Form, you can submit requests for clarification or interpretation at any time prior to 12.00 hours UK time (i.e. midday) on 5 February 2007.

The Premier League would reiterate that all questions should be submitted in accordance with paragraph 6.1 of the Mobile/Internet Clips ITT.

7. Amendments to Bidding Form

Finally, the Premier League reserves the right to amend any part of the Bidding Form at any time prior to 12 February 2007. If it does so, the Premier League shall promptly distribute the revised Bidding Form to all recipients of the Mobile/Internet Clips ITT.

Please can you ensure that any bid which you submit in the opening round complies with the requirements in the Mobile/Internet Clips ITT and paragraphs 1 to 4 above. If you have any questions relating to how the Bidding Form should be completed, please do not hesitate to contact the Premier League in the manner set out at Section 6.1 of the Mobile/Internet Clips ITT.

The Premier League thanks you again for your interest and looks forward to your response.

Yours sincerely

Richard Scudamore
Chief Executive
The Football Association Premier League Limited

----- Message transféré -----
From: "International" <International@premierleague.com>

<mailto:International@premierleague.com<International@premierleague.com>>
<mailto:International@premierleague.com <International@premierleague.com>> =
To: "International" <International@premierleague.co=

92-0008

>

Date: Mon, 5 Feb 2007 15:22:10 -0000

Subject: Updated International Bidding Form -

Private and Confidential

PRIVATE AND CONFIDENTIAL - SUBJECT TO CONTRACT

I refer to the e-mail dated 31 January 2007 (as set out below) which attached the Bidding Form in respect of the Mobile Package and Internet Clips Package. All capitalised words and expressions used in this e-mail have the same meanings as in the e-mail of 31 January 2007 set out below.

Please note that Part 2B of the Bidding Form sent to you on 31 January 2007 failed to list the final four Broadcast Territories (numbers 40-43) which had been listed in the Mobile/Internet Clips ITT.


I therefore attach a revised version of the Bidding Form which now contains these Broadcast Territories and which should be used when submitting any Bid(s). This revised Bidding Form replaces and supersedes the Bidding Form sent to you on 31 January 2007.

Yours sincerely

Richard Scudamore
Chief Executive
The Football Association Premier League Limited

—
Anthony Zameczkowski
Strategic Partner Development Manager, Video EMEA

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92-0009

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Anthony Zameczkowski
Strategic Partner Development Manager, Video EMEA

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Anthony Zameczkowski

Strategic Partner Development Manager, Video EMEA

92-0010

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Strategic Partner Development Manager, Video EMEA

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